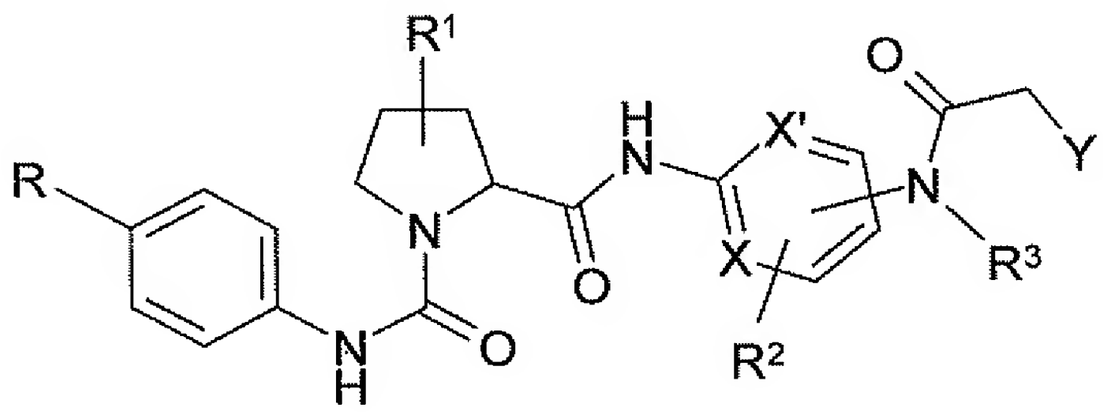
This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Currently Amended) A compound of ~~Compounds of the~~ formula I



I

in which

R denotes Hal, -C≡C-H, -C≡C-A or OA,

R^1 denotes H, =O, Hal, A, OH, OA, A-COO-, Ph-$(CH_2)_n$-COO-, cycloalkyl-$(CH_2)_n$-COO-, A-CONH-, A-CONA-, Ph-CONA-, N_3, NH_2, NO_2, CN, COOH, COOA, $CONH_2$, CONHA, $CON(A)_2$, O-allyl, O-propargyl, O-benzyl, =N-OH, =N-OA or $=CF_2$,

X, X' ~~each, independently of one another,~~ denote CH, ~~CHal or N,~~

Y denotes R^4 or Hal,

Ph denotes phenyl which is unsubstituted or mono-, di- or trisubstituted by A, OA, OH or Hal,

R^2 denotes H, Hal or A,

R^3 denotes H or A,

R^4 denotes OH, OA, A-COO-, NHA, NHAr, NAA', Het or -NH-CHR^5-$COOR^3$,

R^5 denotes H, A, -CHR^3-OH, $(CH_2)_n$-Ph, $(CH_2)_n$-COOH, $(CH_2)_n$-$CONH_2$, $(CH_2)_p$-NH_2, $(CH_2)_n$-NH(=NH)NH_2, $(CH_2)_n$-Het^1 or $(CH_2)_n$-SR^3,

Het denotes a mono- or bicyclic saturated, unsaturated or aromatic heterocycle having 1 to 4 N, O and/or S atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH, OA, CN, COOH, COOA and/or carbonyl oxygen (=O),

Het^1 denotes a mono- or bicyclic aromatic heterocycle having 1 to 4

N, O and/or S atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH, OA and/or CN,

A, A' each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,

Ar denotes naphthyl, biphenyl, or phenyl which is unsubstituted or mono-, di- or trisubstituted by Hal, A, OR^3, $N(R^3)_2$, NO_2, CN, $COOR^3$, $CON(R^3)_2$, NR^3COA, $NR^3CON(R^3)_2$, NR^3SO_2A, COR^3, $SO_2N(R^3)_2$, $S(O)_nA$, $-[C(R^3)_2]_n-COOR^3$ or $-O-[C(R^3)_2]_p-COOR^3$,

Hal denotes F, Cl, Br or I,

n denotes 0, 1, 2 or 3, and

p denotes 1, 2, 3, 4 or 5,

including a stereoisomer thereof,

~~and~~ or a pharmaceutically acceptable salt thereof ~~usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios~~.

2. (Currently Amended) A compound ~~Compounds~~ according to Claim 1 in which

R denotes Hal or -C≡C-H,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

3. (Currently Amended) A compound ~~Compounds~~ according to Claim 1 in which

R^1 denotes H, =O, Hal, A, OH or OA,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

4. (Currently Amended) A compound ~~Compounds~~ according to claim 1 in which

R^1 denotes OH,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers

thereof, including mixtures thereof in all ratios.

5. (Cancelled)

6. (Currently Amended) A compound ~~Compounds~~ according to claim 1 in which

R^2 denotes H or Hal,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

7. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

R^3 denotes H or alkyl having 1, 2, 3, 4, 5 or 6 C atoms,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

8. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

Het denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

9. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

Het denotes furyl, thienyl, pyrrolyl, imidazolyl, pyridyl, pyrimidinyl, pyrazolyl, thiazolyl, indolyl, pyrrolidinyl, piperidinyl, morpholinyl or piperazinyl, each of which is unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

10. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

Het^1 denotes an unsubstituted mono- or bicyclic aromatic heterocycle having 1 to 2 N, O and/or S atoms,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

11. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

R^5 denotes H or A,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

12. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

Ar denotes naphthyl, or phenyl which is unsubstituted or mono-, di- or trisubstituted by Hal, A, OR^3, $N(R^3)_2$, NO_2, CN, $COOR^3$ or $CON(R^3)_2$,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

13. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

Ar denotes phenyl,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

14. (Withdrawn and Currently Amended) A compound ~~Compounds~~ according to claim 1

in which

R denotes Hal or -C≡C-H,

R^1 denotes OH,

X denotes CH ~~or N~~,

X' denotes CH,

Y denotes R^4 or Hal,

R^2 denotes H or Hal,

R^3 denotes alkyl having 1, 2, 3, 4, 5 or 6 C atoms,

R^4 denotes OH, OA, A-COO-, NHA, NHAr, NAA', Het, -NH-CHR^5-$COOR^3$ or -NH-CHR^5-COOH,

R^5 denotes H or A,

Het denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,

A, A' each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,

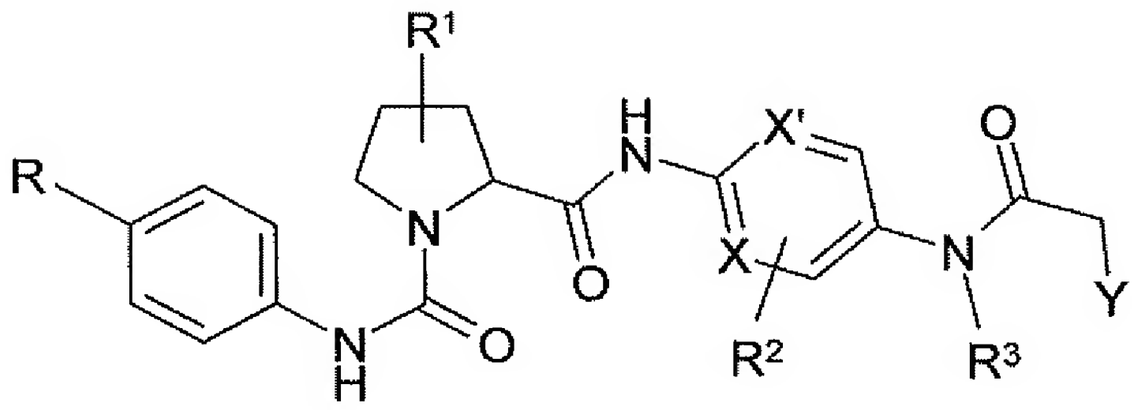
Hal denotes F, Cl, Br or I,

n denotes 0, 1, 2 or 3,

p denotes 1, 2, 3, 4 or 5,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

15. (Withdrawn and Currently Amended) A compound of ~~Compounds of the~~ formula Ia



Ia

~~according to claim 1~~

in which

R	denotes Hal or -C≡C-H,
R^1	denotes OH,
X	denotes CH ~~or N~~,
X'	denotes CH,
Y	denotes R^4 or Hal,
R^2	denotes H or Hal,
R^3	denotes alkyl having 1, 2, 3, 4, 5 or 6 C atoms,
R^4	denotes OH, OA, A-COO-, NHA, NAA', Het, -NH-CHR^5-COOR^3 or -NH-CHR^5-COOH,
R^5	denotes H or A,
Het	denotes a monocyclic saturated, unsaturated or aromatic heterocycle having 1 to 2 N and/or O atoms, which may be unsubstituted or mono-, di- or trisubstituted by A, OH and/or OA,
A, A'	each, independently of one another, denote unbranched, branched or cyclic alkyl having 1-12 C atoms, in which, in addition, 1-7 H atoms may be replaced by F and/or chlorine,
Hal	denotes F, Cl, Br or I,
n	denotes 0, 1, 2 or 3,
p	denotes 1, 2, 3, 4 or 5,

and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, including mixtures thereof in all ratios.

16. (Withdrawn and Currently Amended) A compound ~~Compounds~~

according to Claim 1, which is selected from the group consisting of

1-N-(4-chlorophenyl)-2-N-{4-[(2-dimethylaminoethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(*N*-methyl,*N*-butylamino)-ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(morpholin-4-yl)ethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(4-hydroxypiperidin-1-yl)-ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(2,6-dimethylmorpholin-4-yl)-ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarbox-amide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(3-cyclohexylmethylpiperidin-1-yl)ethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-di-carboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-diethylaminoethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(*N*-methyl,*N*-ethylamino)ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-(2-methylimidazol-1-yl)ethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-ethynylphenyl)-2-N-{4-[(2-dimethylaminoethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{2-fluoro-4-[(2-dimethylaminoethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

~~1-N-(4-chlorophenyl)-2-N-{5-[(2-dimethylaminoethanoyl)methyl-amino]pyridin-2-yl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,~~

1-N-(4-chlorophenyl)-2-N-{4-[(2-acetoxyethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

methyl (2R,4R)-2-[({[4-({1-[1-(4-chlorophenylcarbamoyl)-4-hydroxy-pyrrolidin-2-yl]methanoyl}amino)phenyl]methylcarbamoyl}methyl)amino]-4-methylpentanoate,

1-N-(4-chlorophenyl)-2-N-{4-[(2-ethylaminoethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-chloroethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclohexylaminoethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-methylaminoethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-isopropylaminoethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-*tert*-butylaminoethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclopentylaminoethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-cyclopropylmethylaminoethanoyl)-methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-hydroxyethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-methoxyethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-ethoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-propoxyethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-chlorophenyl)-2-N-{4-[(2-butoxyethanoyl)methylamino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

1-N-(4-ethynylphenyl)-2-N-{4-[(2-methoxyethanoyl)methylamino]-phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide, and

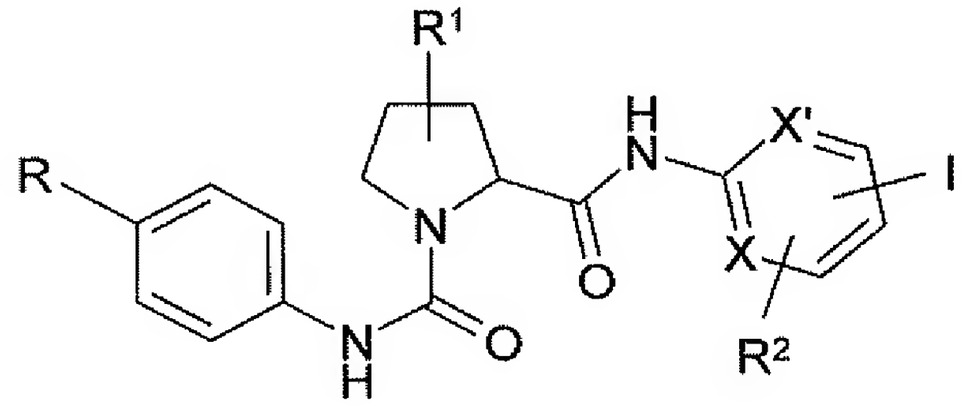
1-N-(4-chlorophenyl)-2-N-{2-fluoro-4-[(2-methoxyethanoyl)methyl-amino]phenyl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,

~~1-N-(4-chlorophenyl)-2-N-{5-[(2-methoxyethanoyl)methylamino]-pyridin-2-yl}-(2R,4R)-4-hydroxypyrrolidine-1,2-dicarboxamide,~~

and pharmaceutically acceptable ~~usable derivatives, solvates,~~ salts ~~and stereo-isomers~~ thereof~~, including mixtures thereof in all ratios~~.

17. (Withdrawn and Currently Amended) A process for preparing a compound of claim 1, comprising ~~Process for the preparation of compounds of the formula I according to claim 1 and pharmaceutically usable derivatives, solvates, salts and stereoisomers thereof, characterised in that~~

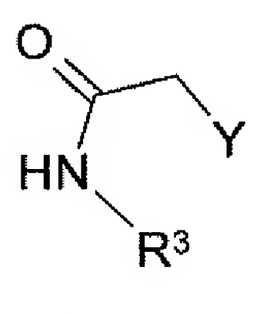
a) reacting a compound of ~~the~~ formula II



II

in which R, R^1, R^2, X and X' have the meanings indicated for the compound of formula I ~~in Claim 1~~,

~~is reacted~~ with a compound of ~~the~~ formula III

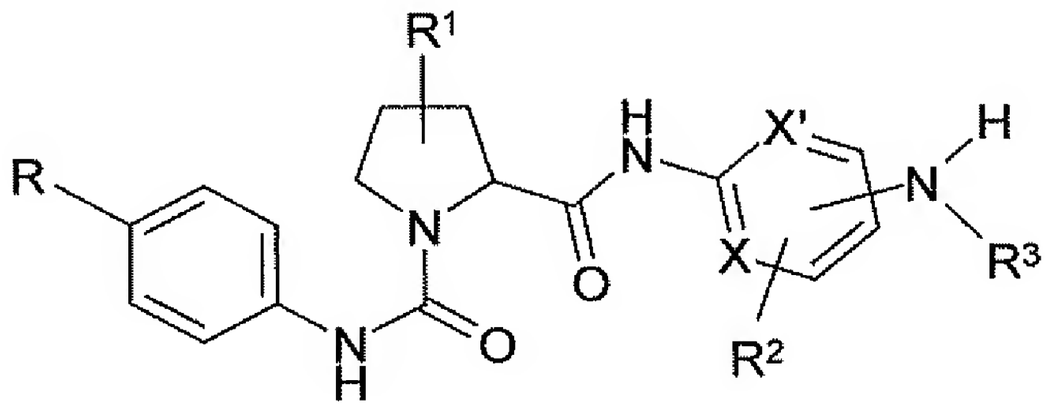


III

in which Y and R^3 have the meanings indicated for the compound of formula I ~~in Claim 1~~,

or

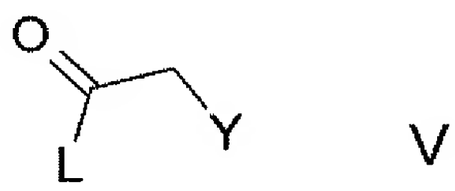
b) reacting a compound of ~~the~~ formula IV



IV

in which R, R^1, R^2, R^3, X and X' have the meanings indicated for the compound of formula I ~~in Claim 1~~,

~~is reacted~~ with a compound of ~~the~~ formula V

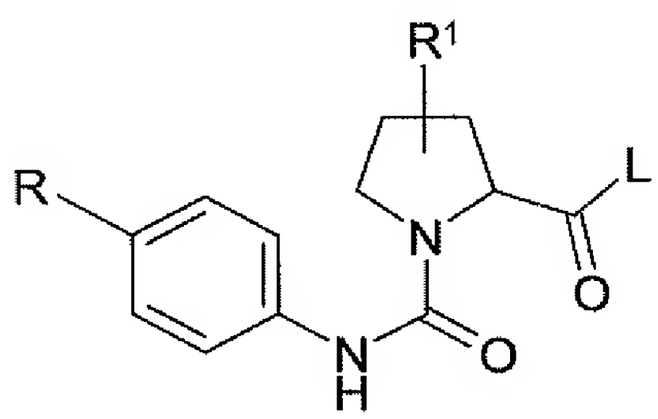


V

in which Y has the meaning indicated for the compound of formula I, ~~in Claim 1~~ and L denotes Cl, Br, I or a free or reactively functionally modified OH group,

or

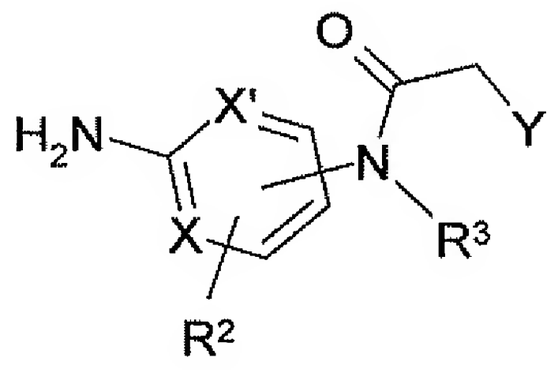
c) reacting a compound of the formula VI



VI

in which R and R^1 have the meanings indicated for the compound of formula I ~~in Claim 1~~, and L denotes Cl, Br, I or a free or reactively functionally modified OH group,

~~is reacted~~ with a compound of ~~the~~ formula VII



VII

in which R^2, R^3, X, X' and Y have the meanings indicated for the compound of formula I ~~in Claim 1~~,

and/or

a base or acid of a compound of ~~the~~ formula I is converted into one of its salts.

18. (Currently Amended) ~~Compounds of the formula I according to claim 1 as inhibitors of~~ A method for inhibiting coagulation factor Xa, comprising administering to a subject in need thereof an effective amount of a compound of claim 1.

19. (Currently Amended) ~~Compounds of the formula I according to claim 1 as inhibitors of~~ A method for inhibiting coagulation factor VIIa, comprising administering to a subject in need thereof an effective amount of a compound of claim 1.

20. (Currently Amended) A pharmaceutical composition comprising a compound ~~Medicaments comprising at least one compound of the formula I~~ according to claim 1 or a pharmaceutically acceptable salt thereof and a pharmaceutically acceptable carrier ~~and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios, and optionally excipients and/or adjuvants~~.

21. (Currently Amended) ~~Medicaments comprising at least one compound of the formula I according to claim 1 and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios, and~~

~~at least one further medicament~~ A pharmaceutical composition according to claim 20, further comprising a further pharmaceutically active ingredient.

22. (Withdrawn and Currently Amended) ~~Use of compounds according to claim 1 and/or physiologically acceptable salts and solvates thereof for the preparation of a medicament for the treatment of~~ A method for treating thromboses, myocardial infarction, arteriosclerosis, inflammation, apoplexy, angina pectoris, restenosis after angioplasty, claudicatio intermittens, migraine, a tumor, a tumor disease ~~tumours, tumour diseases~~ and/or tumor ~~tumour~~ metastases, comprising administering to a subject in need thereof an effective amount of a compound of claim 1.

23. (Currently Amended) A set or kit, comprising ~~Set (kit) consisting of~~ separate packs of

(a) ~~an effective amount of~~ a compound ~~of the formula I~~ according to claim 1 and/or a pharmaceutically acceptable salt thereof ~~usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios,~~

and

(b) an effective amount of a further pharmaceutically ~~medicament~~ active ingredient.

24. (Withdrawn and Currently Amended) ~~Use of compounds of the formula I according to claim 1 and/or pharmaceutically usable derivatives, solvates and stereoisomers thereof, including mixtures thereof in all ratios,~~

~~for the preparation of a medicament for the treatment of~~ A method for treating thromboses, myocardial infarction, arteriosclerosis, inflammation, apoplexy, angina pectoris, restenosis after angioplasty, claudicatio intermittens, migraine, comprising administering to a subject in need thereof an effective amount of a compound of claim 1 ~~tumours, tumour diseases and/or tumour metastases,~~

~~in combination with at least one further medicament active ingredient~~.